

PROFFERS
RZ 2012-PR-011
Trustees of Emmanuel Lutheran Church
February 11, 2013

Pursuant to Section 15.2-2303A of the Code of Virginia, 1950 as amended, and Section 18-203 of the Zoning Ordinance of the County of Fairfax (1978 as amended), the undersigned applicant and owner Trustees of Emmanuel Lutheran Church (collectively "Applicant"), for itself and its successors and assigns, agrees to the following proffers provided the Board of Supervisors approves RZ 2012-PR-011 ("Application") for the rezoning of TM 38-3 ((1)) 34, 35, and 38A ("Property") to the R-3 district. In the event the Application is denied or the Board's approval of it is overturned by a court of competent jurisdiction, these proffers shall be null and void.

1. Development Plan. Subject to the provisions of Section 18-204 of the Fairfax County Zoning Ordinance ("Zoning Ordinance"), the development of the Property as a church, a child care center, and a school of general education shall be in substantial conformance with the Generalized Development Plan/Special Exception Plat ("GDP/SE") dated May 10, 2012, revised as of January 3, 2013, prepared by Walter L. Phillips, Inc. The GDP/SE consists of fourteen (14) sheets.

2. Minor Modifications. Pursuant to Paragraph 5 of Section 18-204 of the Zoning Ordinance, minor modifications to the GDP/SE may be permitted as determined by the Zoning Administrator. At the time of site plan approval, Applicant shall have the flexibility to modify the layout shown for the improvements proposed by this Application on the GDP/SE without requiring approval of an amended GDP/SE provided such changes are in substantial conformance with the GDP/SE as determined by the Zoning Administrator and that they neither increase the total amount of gross floor area or the amount of clearing and grading shown on the GDP/SE, materially decrease the amount of open space or the amount of provided parking, nor materially adjust the points of access or setbacks shown on the GDP/SE.

3. Stormwater Management and Water Quality. The Applicant's goal is to minimize the flow of stormwater from the Property to adjacent residential properties to the extent reasonably possible. To that end, each phase of development will include such stormwater management features and BMP's as necessary to meet, if not exceed, the applicable stormwater management and water quality standards.

As part of Phase I of the development, as described in Proffer 4, the Applicant shall implement the stormwater management, water quality, and drainage improvement solutions depicted on Sheets P-0301 and P-0501 of the GDP/SE. The solutions include rain garden 1B in the southwest corner of the Property, a green roof system on the building addition, and the continued function of the existing infiltration trench. In addition, to minimize the amount of runoff that could impact adjacent residential properties, the Applicant will construct an 8" curb along the edge of the existing parking lot in the location shown which will direct runoff to oversized inlets in the eastern corner of the Property. The Applicant will fine grade and remove debris and invasive vegetation within the existing swale to improve runoff conveyance capacity.

The drainage improvements are expected to reduce the area of the Property that could drain to adjacent residential properties by roughly 75%.

At ultimate buildout, the Applicant shall implement the additional stormwater management, water quality, and drainage improvement solutions depicted on Sheets P-0302 and P-0503. These solutions include rain garden 1A on the west side of the Property, as many as four Stormfilter (or equivalent) treatment structures, a green roof system on the second child care addition, the continued function of the existing infiltration trench, and the installation of an underground detention system. Additional curb and gutter and storm inlets will be installed throughout the Property to reduce further potential stormwater runoff to adjacent residential properties.

4. Phasing. Prior to the Phase I construction described below, the child care center may operate in the existing structure with a maximum of 99 children enrolled daily, subject to the development conditions imposed in Special Exception SE 2012-PR-010, and the church may operate with its existing 366 seat sanctuary. The school of general education will not commence operating until Phase I is constructed.

Phase I of the development will include the northern child care center addition, fellowship hall addition, and mechanical enclosure shown on Sheet P-0301 of the GDP/SE. Also included with that phase will be outdoor gathering areas, amenity garden area, masonry wall, and curbing shown on Sheet P-0301 of the GDP/SE and the landscaping material, including a rain garden, identified on Sheet P-0401 of the GDP/SE as being installed as part of Phase I. In addition all or a portion of the columbarium shown on Sheets P-0301 and P-0302 of the GDP/SE may be constructed as part of Phase I. The Phase I landscaping will include trees along the Property's Chain Bridge Road frontage and northeast boundary, additional landscaping along the western and eastern portions of the southeast boundary of the Property, and trees in landscape islands to be added in the existing parking lot in the northeast portion of the Property, generally as shown on Sheet P-0401 of the GDP/SE. No additional parking will be required in Phase I.

Later phases of development may proceed as appropriate, in response to the needs of Emmanuel Lutheran Church and the community. Each additional phase of development shall include an appropriate amount of additional parking and appropriate stormwater management features and BMP's as shown on Sheet P-0302 of the GDP/SE, and appropriate additional landscaping, as shown on Sheet P-0402 of the GDP/SE. The additional parking to be built with any phase of development must be constructed at the beginning of that phase. With the second addition to the child care center, the playground area will be moved to the area between the two child care center additions, and the new parking spaces in the northeast portion of the Property and the structural BMP, all as shown on Sheet P-0302 of the GDP/SE, will be constructed.

5. Telecommunication Equipment. Flush-mounted or appropriately screened telecommunication equipment may be placed on the Property, including placement on the buildings, without the need for a PCA, provided such facilities are in compliance with Section 2-514. In the event any telecommunications facility/equipment is proposed to be placed on the Property, an application for the proposed facility/equipment, including related antennas and

equipment cabinets, shall be submitted to Fairfax County for review by appropriate County agencies and a determination pursuant to Section 15.2-2232 of the Code of Virginia as to whether the proposed facility/equipment is in substantial accord with the Comprehensive Plan.

6. Dedication. In connection with Phase I, as described in Proffer 4, Applicant shall dedicate for public street purposes property to 61 feet from the centerline of Chain Bridge Road (Route 123), in fee simple to the Board of Supervisors retaining intensity credit, in conformance with the policies and requirements of Fairfax County and the Virginia Department of Transportation ("VDOT") then in effect.

7. Turn Lane Improvements. Prior to the issuance of a Non-RUP associated with Phase I improvements, Applicant will construct a right turn taper on Chain Bridge Road at the western site entrance as shown on Sheet P-0301 of the GDP/SE. The taper shall be 100 feet long. Prior to the issuance of a Non RUP associated with the phase of development which follows Phase I, as shown on Sheet P-0301 of the GDP/SE, Applicant will construct an extension of the existing left turn lane on Chain Bridge Road at the western site entrance so that there will be 135 feet of total full width deceleration length and a 100 foot taper as shown on Sheet P-0302 of the GDP/SE, or such lengths as necessary to conform to the VDOT standards and conditions in effect at that time. For the purposes of this proffer, construction shall be deemed to be availability for use by the public, not necessarily acceptance by VDOT for maintenance.

8. Right Turn Restriction. Within six weeks of approval of this rezoning, Applicant will restrict, through signage and /or striping, the eastern site access point on Chain Bridge Road to only exiting from the site onto Chain Bridge Road. Right turns into this access point from Chain Bridge Road will not be permitted.

9. Completion of Transportation Improvements. The Zoning Administrator may administratively approve a later date for any of the improvements set out in Proffers 7 and 8 (collectively "Transportation Improvements") without requiring a Proffered Condition Amendment upon demonstration by the Applicant that despite its diligent efforts and due to factors beyond its control, the Transportation Improvement in question has been delayed.

10. Access to West. In the event the property which adjoins the Property to the southwest, TM 38-3 ((1)) 33 ("Parcel 33"), is developed as a non-residential use and upon the request of Fairfax County, the Applicant shall grant and record among the land records of Fairfax County an ingress/egress easement 24 feet in width generally in the location shown on Sheet P-0301 or Sheet P-0302, depending upon the extent to which the Applicant's facility has at that time been expanded. In addition, an appropriate grading and temporary construction easement shall be granted and recorded in order that a connection to Parcel 33 may be constructed by others within the ingress/egress easement. In the event a driveway is constructed by others within the easement, the Applicant shall replace elsewhere on the Property any trees which are removed within the ingress/egress and grading and temporary construction easements. The size and variety of the replacement trees and their location on the Property shall be approved by the Urban Forest Management Division ("UFMD"), DPWES.

11. Child Care Center and School Transportation. Effective immediately, vehicles bringing children to the child care center and the school and picking them up shall enter the Property only at its western entrance and exit it only at its eastern exit, following the drop-off and pick-up route shown Sheets P-0301 and P-0302 of the GDP/SE. All loading and unloading of children shall be done on-site. During regularly scheduled arrival and dismissal periods, staff and/or volunteers will supervise the loading and unloading of children. Arrival and dismissal times shall be staggered to minimize traffic impact. Applicant shall post signage at the western entrance which states that the speed limit is 10 mph Monday – Friday, 6:30 a.m. to 7:00 p.m.

The child care center and the school shall appoint a carpool coordinator whose responsibility it shall be to:

- provide parents detailed written guidance as to the drop off and pick up procedures set out above and as to a prohibition of honking on the Property
- facilitate and encourage a carpool program for children attending the child care center and school and staff to minimize weekday vehicular trips to the Property
- serve as a point of contact with Fairfax County and the community in the event of traffic issues relating to the child care center and school
- enforce the honking prohibition.

12. Shared Parking. At such time as it engages a civil engineering company to prepare a site plan which includes the expansion of the sanctuary, the Applicant shall begin to pursue a written shared parking agreement for off-site Sunday parking in the event one is not already in place.

13. Green Features. The roofs of the two child care additions and of the fellowship hall addition will be green roofs, *i.e.* roof systems which consist of the structural components of the roof, a waterproof membrane, a drainage layer, a layer of growth media, and plants. Other green features in the new structures may include double pane low-e glazing for all new windows, energy efficient mechanical and lighting systems, low flow plumbing fixtures, low emitting materials, and low volatile organic compound (“VOC”) paints, sealants, and adhesives.

14. Block Wall. As part of its Phase 1 expansion, the Applicant shall install a seven foot high block wall along the southern boundary of the Property in the location indicated on Sheets P-0301 and P-0302 of the GDP/SE. The wall will be constructed generally as shown on the Section B2-B2 Schematic on Sheet P-0303 of the GDP/SE, and it shall be of high quality masonry and will include masonry piers spaced evenly along the wall.

15. Lighting. Each site plan which includes new or restriped parking adjoining residential property shall also include a photometric study confirming that the proposed lighting of the parking will comply with the requirements of Part 9 of Article 14 of the Zoning Ordinance. All new light fixtures shall be shielded as necessary to prevent light trespass onto residential properties.

16. Tree Preservation. Applicant shall submit a Tree Preservation Plan and narrative as part of the first and all subsequent site plan submissions. The plan and narrative shall be prepared by a Certified Arborist or a Registered Consulting Arborist and shall be subject to the review and approval of the UFMD. The Tree Preservation Plan shall include a tree inventory that identifies the location, species, critical root zone, size, crown spread and condition analysis percentage rating for all individual trees to be preserved, as well as all on and off-site trees, living or dead with trunks 12 inches in diameter and greater (measured at 4½ feet from the base of the trunk or as otherwise allowed in the latest edition of the Guide for Plant Appraisal published by the International Society of Arboriculture) located within 25 feet to either side of the limits of clearing and grading. The Tree Preservation Plan shall provide for the preservation of those areas outside of the limits of clearing and grading shown on the GDP/SE and those additional areas in which trees can be preserved as a result of final engineering. The Tree Preservation Plan and Narrative shall include all items specified in PFM 12-0507 and 12-0509. Specific tree preservation activities that will maximize the survivability of any tree identified to be preserved, such as: crown pruning, root pruning, mulching, fertilization, and others as necessary, shall be included in the plan.

(a) Tree Appraisal. Applicant shall retain a professional arborist with experience in plant appraisal to determine the replacement value of all trees 12 inches in diameter or greater located on the Property that are shown to be saved on the Tree Preservation Plan. These trees and their value shall be identified on the Tree Preservation Plan at the time of the first submission of the respective site plan(s). The replacement value shall take into consideration the age, size and condition of these trees and shall be determined by the so-called "Trunk Formula Method" contained in the latest edition of the Guide for Plant Appraisal published by the International Society of Arboriculture, subject to review and approval by UFMD.

At the time of the respective site plan approvals, Applicant shall post a cash bond or a letter of credit payable to the County of Fairfax to ensure preservation and/or replacement of the trees for which a tree value has been determined in accordance with the paragraph above (the "Bonded Trees") that die or are dying due to unauthorized construction activities. The letter of credit or cash deposit shall be equal to 50% of the replacement value of the Bonded Trees. At any time prior to final bond release for the improvements on the Property constructed adjacent to the respective tree save areas, should any Bonded Trees die, be improperly removed, or be determined to be dying by UFMD due to unauthorized construction activities, Applicant shall replace such trees at its expense. The replacement trees shall be of equivalent size, species and/or canopy cover as approved by UFMD. In addition to this replacement obligation, Applicant shall also make a payment equal to the value of any Bonded Tree that is dead or dying or improperly removed due to unauthorized construction activity. This payment shall be determined based on the Trunk Formula Method and paid to a fund established by the County for furtherance of tree preservation objectives. Upon release of the bond for the improvements on the Property constructed adjacent to the respective tree save areas, any amount remaining in the tree bond or letter of credit required by this proffer shall be returned/released to Applicant.

(b) Tree Preservation Walk-Through. Applicant shall retain the services of a certified arborist or Registered Consulting Arborist, and shall have the limits of clearing and grading marked with a continuous line of flagging prior to the walk-through meeting. During the tree-preservation walk-through meeting, Applicant's certified arborist or landscape architect shall walk the limits of clearing and grading with a UFMD, DPWES representative to determine where adjustments to the clearing limits can be made to increase the area of tree preservation and/or to increase the survivability of trees at the edge of the limits of clearing and grading, and such adjustments shall be implemented. Trees that are identified as dead or dying may be removed as part of the clearing operation. Any tree that is so designated shall be removed using a chain saw and such removal shall be accomplished in a manner that avoids damage to surrounding trees and associated understory vegetation. If a stump must be removed, this shall be done using a stump-grinding machine in a manner causing as little disturbance as possible to adjacent trees and associated understory vegetation and soil conditions.

(c) Limits of Clearing and Grading. Applicant shall conform strictly to the limits of clearing and grading as shown on the GDP/SE, subject to allowances specified in these proffered conditions and for the installation of utilities as determined necessary by the Director of DPWES, as described herein. If it is determined necessary to install utilities in areas protected by the limits of clearing and grading as shown on the GDP/SE, they shall be located in the least disruptive manner necessary as determined by the UFMD, DPWES. A replanting plan shall be developed and implemented, subject to approval by the UFMD, DPWES for any areas protected by the limits of clearing and grading that must be disturbed for such utilities.

(d) Tree Preservation Fencing. All trees shown to be preserved on the Tree Preservation Plan shall be protected by tree protection fencing. Tree protection fencing in the form of four foot high, fourteen gauge welded wire attached to six foot steel posts driven eighteen inches into the ground and placed no further than ten feet apart, or a super silt fence to the extent that required trenching for super silt fence does not sever or wound compression roots which can lead to structural failure and/or uprooting of trees shall be erected at the limits of clearing and grading as shown on the demolition and erosion and sediment control sheets, as may be modified by the "Root Pruning" proffer below.

All tree protection fencing shall be installed after the tree preservation walk-through meeting but prior to any clearing and grading activities, including the demolition of any existing structures. The installation of all tree protection fencing shall be performed under the supervision of a certified arborist, and accomplished in a manner that does not harm existing vegetation that is to be preserved. Three days prior to the commencement of any clearing, grading or demolition activities, but subsequent to the installation of the tree protection devices, the UFMD, DPWES, shall be notified and given the opportunity to inspect the site to ensure that all tree protection devices have been correctly installed. If it is determined that the fencing has not been installed correctly, no grading or construction activities shall occur until the fencing is installed correctly, as determined by the UFMD, DPWES.

(e) Root Pruning. Applicant shall root prune as needed to comply with the tree preservation requirements of these proffers. All treatments shall be clearly identified, labeled, and detailed on the erosion and sediment control sheets of the site plan submission. The

details for these treatments shall be reviewed and approved by the UFMD, DPWES and accomplished in a manner that protects affected and adjacent vegetation to be preserved, and may include, but not be limited to, the following:

- Root pruning shall be done with a trencher or vibratory plow to a depth of 18 inches.
- Root pruning shall take place prior to any clearing and grading, or demolition of structures.
- Root pruning shall be conducted with the supervision of a certified arborist.
- An UFMD, DPWES representative shall be informed when all root pruning and tree protection fence installation is complete.

(f) Site Monitoring. During any clearing or tree/vegetation/structure removal on the Property, a representative of Applicant shall be present to monitor the process and ensure that the activities are conducted as proffered and as approved by the UFMD. Applicant shall retain the services of a certified arborist or Registered Consulting Arborist to monitor all construction and demolition work and tree preservation efforts in order to ensure conformance with all tree preservation proffers and UFMD approvals. The monitoring schedule shall be described and detailed in the Tree Preservation Plan, and reviewed and approved by the UFMD, DPWES.

17. Landscaping. Landscaping shall be installed generally in conformance with that shown on Sheets P-0401 and P-0402 of the GDP/SE. All landscaping installed shall be non-invasive and native.

18. Outdoor Construction. Outdoor construction on the Property of the improvements shown on the GDP/SE shall take place only during the hours from 7:00 a.m. to 9:00 p.m. Monday through Friday and from 8:00 a.m. to 6:00 p.m. on Saturday. There will be no outdoor construction on New Year's Day, Martin Luther King Jr. Day, Presidents' Day, Memorial Day, the Fourth of July, Labor Day, Thanksgiving and Christmas Day. The permitted hours of construction shall be posted on-site in both English and Spanish.

19. Construction Coordination. Before the commencement of any phase of the expansion shown on the GDP/SE, the Applicant shall have a preconstruction meeting with the owners of properties which adjoin the Property. The purpose of this meeting shall be to advise the neighbors of the details of the construction and its schedule and to give them the name and contact information for a representative of the Applicant whom they can contact regarding the construction. The owners of adjoining properties shall also be invited to attend the preconstruction meeting of the Applicant, its contractor, and the County Staff.

20. Residence. After June 30, 2013, the structure on TM 38-3 ((1)) 34 shall be used as a residence only by a member of the staff of the church. The structure may also be used as church, child care center, or school offices and/or storage.

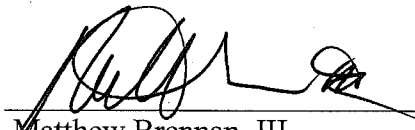
21. Signage. Signage shall be provided in accordance with Article 12 of the Zoning Ordinance.

22. Successor and Assigns. These proffers will bind and inure to the benefit of Applicant and its successors and assigns.

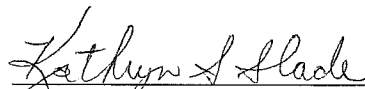
23. Counterparts. These proffers may be executed in one or more counterparts, each of which when so executed and delivered shall be deemed an original document and all of which when taken together shall constitute but one and the same instrument.

Applicant/Owner of TM 38-3 ((1)) 34, 35, and 38A:

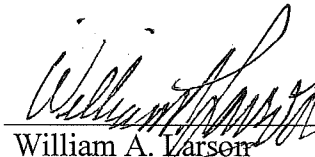
TRUSTEES OF EMMANUEL LUTHERAN
CHURCH



Matthew Brennan, III



Kathryn S. Slade



William A. Larson